

**UNITED STATES DISTRICT COURT
SOUTHERN DISTRICT OF NEW YORK**

APOLLO GROUP, INC. and UNIVERSITY OF
PHOENIX, INC.,

Plaintiffs,

-against-

CHEGG, INC., STUDENT OF FORTUNE, INC.,
DANIEL ROSENSWEIG, and SEAN
MCCLEESE,

Defendants.

13 Civ. 01336 (AJN)

**DECLARATION OF WILLIAM C.
SILVERMAN IN SUPPORT
OF SPECIALLY-APPEARING
DEFENDANT SEAN
MCCLEESE'S MOTION TO
DISMISS FOR LACK OF
PERSONAL JURISDICTION
AND IMPROPER VENUE**

William C. Silverman declares, under penalty of perjury pursuant to 28 U.S.C. § 1746, that the following is true and correct:

1. I am duly admitted to practice law before this Court and am Shareholder in the law firm of Greenberg Traurig, LLP, counsel for specially-appearing defendant Sean McCleese ("McCleese") in this action. I submit this declaration in support of McCleese's motion pursuant to Federal Rule of Civil Procedure 12(b)(2) and 12(b)(3) to dismiss the Complaint as against him based on lack of personal jurisdiction and improper venue.

2. Attached hereto as Exhibit A is a true and correct copy of the Complaint in this action dated February 27, 2013.

I declare under penalty of perjury that the foregoing is true and correct. Executed in New York, New York on April 25, 2013.

/s/ William C. Silverman
WILLIAM C. SILVERMAN